

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

PUBLIC EMPLOYEES' RETIREMENT
ASSOCIATION OF COLORADO, TENNESSEE
CONSOLIDATED RETIREMENT SYSTEM,
SJUNDE AP-FONDEN, FJÄRDE AP-FONDEN,
and PENSIONS KASSERNE
ADMINISTRATION A/S, Individually and On
Behalf of All Others Similarly Situated,

Plaintiffs,

v.

CITIGROUP INC., CHARLES O. PRINCE,
SALLIE L. KRAWCHECK, GARY L.
CRITTENDEN, TODD S. THOMSON, ROBERT
DRUSKIN, THOMAS G. MAHERAS, MICHAEL
STUART KLEIN, DAVID C. BUSHNELL, JOHN
C. GERSPACH, STEPHEN R. VOLK, GEORGE
DAVID and KPMG LLP,

Defendants.

Electronically Filed

No. 1:08-cv-0135 (SHS)

ECF CASE

TILLIE SALTZMAN, Individually and On Behalf
of All Others Similarly Situated,

Plaintiff,

v.

CITIGROUP INC., CHARLES O. PRINCE,
ROBERT E. RUBIN, STEPHEN R. VOLK,
SALLIE L. KRAWCHECK, GARY L.
CRITTENDEN and ROBERT DRUSKIN,

Defendants.

Electronically Filed

No. 1:07-cv-9901 (SHS)

ECF CASE

LENNARD HAMMERSCHLAG, Individually, and
On Behalf of All Others Similarly Situated,

Plaintiff

v.

CITIGROUP INC., CHARLES PRINCE, SALLIE
KRAWCHECK, and GARY CRITTENDEN,

Defendants.

Electronically Filed

No. 1:07-cv-10258 (SHS)

ECF CASE

JUDY G. FISHER,

Plaintiff,

- against -

CITIGROUP INC., ET AL.,

Defendants.

No. 08-cv-0136 (SHS)

DECLARATION OF ANDREW J. ENTWISTLE

I, the undersigned, Andrew J. Entwistle, do hereby declare under the penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am an attorney licensed to practice law in the United States Supreme Court and the State and Federal courts serving the States of Colorado, Illinois, New Jersey, New York, Texas, and the District of Columbia. I am the managing partner of the law firm of Entwistle & Cappucci LLP (“Entwistle & Cappucci”), counsel for the Public Employees’ Retirement Association of Colorado (“Colorado PERA”), Tennessee Consolidated Retirement System (“TCRS”), Sjunde AP-fonden (“AP7”), Fjärde AP-fonden (“AP4”), and Pensionskassernes Administration A/S (“PKA”) (collectively, the “Global Pension Funds”). Entwistle & Cappucci’s principal office is located at 280 Park Avenue, 26th Floor, New York, New York 10017.

2. I submit this Declaration in support of the Global Pension Funds’ Reply Memorandum of Law in Further Support of Their Motion For Consolidation, For Appointment As Lead Plaintiffs, and For Selection of Lead Counsel.

3. Attached hereto as Exhibit 1 is a true and correct copy of a diagram, based upon paragraph 40 of the Global Pension Funds’ Complaint in the action captioned *Public Employees’ Retirement Association of Colorado, et al. v. Citigroup Inc., et al.* No. 08-cv-0135 (SHS) (S.D.N.Y.), depicting ATD’s involvement in the basic organizational structure of Citigroup Inc.

4. Attached hereto as Exhibit 2 is a true and correct copy of the Declaration of Christina Holmes, Legal Counsel at PKA, dated February 5, 2008.

5. Attached hereto as Exhibit 3 is a true and correct copy of the Memorandum of Law in Support of the Motion of Ontario Teachers' Pension Plan Board for Appointment as Lead Plaintiff, Approval of Its Selection of Counsel as Lead Counsel for the Class, and Consolidation of All Related Actions, filed on January 4, 2008 in *Koesterer v. Washington Mutual Inc. et al.*, 1:07-CV-9801-CM (S.D.N.Y.).

6. Attached hereto as Exhibit 4 is a true and correct copy of the Memorandum of Law in Further Support of the Motion of Ontario Teachers' Pension Plan Board for Appointment as Lead Plaintiff, and In Opposition To All Other Motions, filed on January 22, 2008 in *Koesterer v. Washington Mutual Inc. et al.*, 1:07-CV-9801-CM (S.D.N.Y.).

7. Attached hereto as Exhibit 5 is a true and correct copy of an article published in Global Pensions, July 2007, entitled Class Action Impacts on European Investors by Bernstein Litowitz Berger and Grossman LLP ("BLB&G").

8. Attached hereto as Exhibit 6 is a true and correct copy of a BLB&G January 2008 newsletter, *advocate: A Newsletter About US Corporate Governance For European Investors*.

9. Attached hereto as Exhibit 7 is a true and correct copy of a "screenshot" the website of BLB&G with the drop-down box allowing the user to select the language of his/her choice.

10. Attached hereto as Exhibit 8 is a true and correct copy of a "screenshot" of the website of BLB&G after selecting the Danish language option.

11. Attached hereto as Exhibit 9 is a true and correct copy of a "screenshot" of the website of BLB&G after selecting the Swedish language option.

12. Attached hereto as Exhibit 10 is a true and correct copy of the Memorandum Decision filed on January 8, 2008 in *GPC Biotech*, No. 07 Civ. 6728 (DC) (S.D.N.Y.).

EXECUTED on the 7th day of February, 2008.

/s/

Andrew J. Entwistle